

## EXHIBIT A



Entered on Docket  
November 08, 2007

Hon. Linda B. Riegle  
United States Bankruptcy Judge

**LEWIS AND ROCA LLP**

3993 Howard Hughes Parkway, Suite 600  
Las Vegas, NV 89169-5996  
Facsimile (702) 949-8321  
Telephone (702) 949-8320

Susan M. Freeman AZ State Bar No. 004199  
Email: [sfreeman@lrlaw.com](mailto:sfreeman@lrlaw.com)  
Rob Charles NV State Bar No. 006593  
Email: [rcharles@lrlaw.com](mailto:rcharles@lrlaw.com)  
John Hinderaker AZ State Bar No. 018024  
Email: [jhidera@lrlaw.com](mailto:jhidera@lrlaw.com)

*Attorneys for USACM Liquidating Trust*

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA**

In re:

USA COMMERCIAL MORTGAGE  
COMPANY,

USA CAPITAL REALTY ADVISORS,  
LLC,

USA CAPITAL DIVERSIFIED TRUST  
DEED FUND, LLC,

USA CAPITAL FIRST TRUST DEED  
FUND, LLC,

USA SECURITIES, LLC,

Debtors.

**Affects:**

- All Debtors
- USA Commercial Mortgage Company
- USA Capital Realty Advisors, LLC
- USA Capital Diversified Trust Deed Fund, LLC
- USA Capital First Trust Deed Fund, LLC
- USA Securities, LLC

Case No. BK-S-06-10725-LBR  
Case No. BK-S-06-10726-LBR  
Case No. BK-S-06-10727-LBR  
Case No. BK-S-06-10728-LBR  
Case No. BK-S-06-10729-LBR

**CHAPTER 11**

Jointly Administered Under Case No.  
BK-S-06-10725 LBR

Date of Hearing: October 15, 2007  
Time of Hearing: 9:30 a.m.

1           **ORDER SUSTAINING THE USACM LIQUIDATING TRUST'S TWELFTH  
2 OMNIBUS OBJECTION AS IT RELATES TO CLAIM NO(S). 10725-01544 FILED  
3 BY JOANNE GRUNDMAN AS IMPROPERLY ASSERTING SECURED STATUS**

4           Joanne Grundman filed Proof of Claim No(s). 10725-01544, which asserted a  
5 secured claim(s) against USA Commercial Mortgage Company ("USACM").

6           The USACM Liquidating Trust (the "USACM Trust") filed its Twelfth Omnibus  
7 Objection [DE 3155] (the "Objection"), which challenged Joanne Grundman's assertion of  
8 secured status and sought to have the Court reclassify Joanne Grundman's claim(s) as a  
9 general unsecured claim(s). The USACM Trust gave Joanne Grundman proper notice of  
the Objection.

10          Joanne Grundrnan filed a response to the Objection, opposing it. [DE 3481]

11          The USACM Trust filed its Motion for Summary Judgment Regarding (1)  
12 Responses to the USACM Trust's First Through Thirty-Third Omnibus Objections to  
13 Claims Asserting a Secured Status; (2) Responses to USACM Trust's First through Third  
14 Omnibus Objections to Claims Asserting a Priority Status; and (3) Newly Alleged Secured  
15 and Priority Claims (the "Motion") [DE 4291]. The Motion sought summary judgment on  
16 the Objection as it related to Joanne Grundman's and asked that the Court sustain the  
17 Objection.

18          The USACM Trust gave Joanne Grundman proper notice of the Motion.

19          Joanne Grundman filed an "Objection to Debtors Motion for Summary Judgment"  
20 [DE 4492] and a "Response to Debtor's Objection to Claimants Opposition to Motion for  
21 Summary Judgment" [DE 4874], both of which opposed the Motion. .

22          At a hearing on October 15, 2007, the Objection and the Motion came before the  
23 Court. The USACM Trust argued for the Motion. Joanne Grundman did not appear at the  
24 hearing.

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1 Based upon the foregoing and good cause appearing,

2 **IT IS HEREBY ORDERED:**

3 1. Granting the Motion [DE 4291] as it relates to Proof of Claim No(s). 10725-  
4 01544 filed by Joanne Grundman;

5 2. Sustaining the Twelfth Omnibus Objection [DE 3155] as it relates to Proof  
6 of Claim No(s). 10725-01544 filed by Joanne Grundman; and

7 3. Reclassifying Proof of Claim No(s). 10725-01544 filed by Joanne  
8 Grundman as a general unsecured claim(s) subject to further objection by the USACM  
9 Liquidating Trust.

10 # # #

11 PREPARED AND SUBMITTED:

12 **LEWIS AND ROCA LLP**

13 By: /s/ RC (#0006593)

14 Susan M. Freeman (pro hac vice)

15 Rob Charles

16 John Hinderaker (pro hac vice)

17 *Attorneys for USACM Liquidating Trust*

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1 CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 9021

2 In accordance with Local Rule 9021, the undersigned certifies:

- 3    The Court waived the requirements of LR 9021.
- 4    I have delivered a copy of this proposed order to all counsel who appeared at the  
5 hearing, any unrepresented parties who appeared at the hearing, and any trustee  
6 appointed in this case, and each has approved or disapproved the order, or failed  
7 to respond, as indicated below:
- 8    approved the form of this order;
- 9        waived the right to review the order;
- 10       failed to file and serve papers in accordance with LR 9021(c); and/or
- 11       failed to sign and return this proposed order within five (5) business days  
12       in accordance with LR 9021(b).
- 13    I have delivered a copy of this proposed order to all attorneys and unrepresented  
14 parties who appeared at the hearing regarding this matter and/or who filed a  
15 written objection and all have either approved the form of this order, waived the  
16 right to review the order, failed to file and serve papers in accordance with LR  
17 9021(c) and the following have disapproved the form of the order.
- 18    No opposition was filed and no other party or counsel appeared at the hearing.

15 LEWIS AND ROCA LLP

16 By: /s/ RC (#0006593)

17 Susan M. Freeman  
18 Rob Charles

Attorneys for USACM Liquidating Trust

APPROVED/DISAPPROVED

Joanne Grundman

1 CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 9021

2 In accordance with Local Rule 9021, the undersigned certifies:

- 3      The Court waived the requirements of LR 9021.
- 4      I have delivered a copy of this proposed order to all counsel who appeared at the  
5 hearing, any unrepresented parties who appeared at the hearing, and any trustee  
6 appointed in this case, and each has approved or disapproved the order, or failed  
7 to respond, as indicated below:
- 8      approved the form of this order;
- 9          waived the right to review the order;
- 10          failed to file and serve papers in accordance with LR 9021(c); and/or
- 11          failed to sign and return this proposed order within five (5) business days  
12 in accordance with LR 9021(b).
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16 right to review the order, failed to file and serve papers in accordance with LR  
17 9021(c) and the following have disapproved the form of the order. Joanne Grundman  
18      No opposition was filed and no other party or counsel appeared at the hearing.

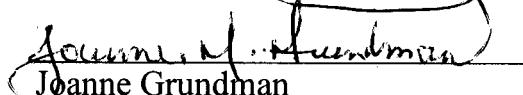
15 LEWIS AND ROCA LLP

16 By: /s/ RC (#0006593)

17 Susan M. Freeman  
18 Rob Charles

19 Attorneys for USACM Liquidating Trust

20 APPROVED/DISAPPROVED

21   
22 Joanne Grundman